

EXHIBIT A

LOCKE LORD LLP
111 South Wacker Drive
Telephone: 312-443-0700
Facsimile: 312-443-0336
Thomas J. Cunningham
J. Matthew Goodin

Litigation Counsel for Debtors

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----)	
In re:)	Case No. 12-12020 (MG)
)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,)	Chapter 11
)	
Debtors.)	Jointly Administered
-----)	

**CERTIFICATION OF THOMAS J. CUNNINGHAM IN SUPPORT OF
LOCKE LORD LLP'S SECOND INTERIM APPLICATION FOR AN AWARD OF
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR SERVICES
RENDERED AS LITIGATION COUNSEL FOR THE DEBTORS FOR THE PERIOD
SEPTEMBER 1, 2012 THROUGH DECEMBER 31, 2012**

I, Thomas J. Cunningham, hereby certify that:

1. I am a member of the applicant firm, Locke Lord LLP ("**Locke Lord**") with responsibility for compliance with the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases adopted by the Court on January 29, 2013 (the "**Local Guidelines**"), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330, adopted on January 30, 1996 (the "**UST Guidelines**"), the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals [Docket no. 797] (the "**Interim Compensation Procedures Order**"), dated July 17, 2012, and the Order Under Bankruptcy Code Sections 105(a), 327 and 330 and Bankruptcy Rule 2014 Authorizing Employment and Payment of Professionals Utilized in Ordinary Course of Business *Nunc Pro*

Tunc to the Petition Date [Docket No. 799], dated July 17, 2012 (the “**OCP Order**”, and collectively with the Local Guidelines, UST Guidelines, and Interim Compensation Procedures Order, the “**Guidelines**”) in the jointly administered chapter 11 cases of Residential Capital, LLC, *et al.* (collectively, the “**Debtors**”), pursuant to Sections 327, 330 and 331 of the Bankruptcy Code, Fed. R. Bank P. 2016, and Local Bankruptcy Rule 2016-1.

2. This certification is made in respect of Locke Lord’s application, dated March 13, 2013 (the “Application”), for interim compensation and reimbursement of expenses for the period commencing September 1, 2012 through and including December 31, 2012.

3. I certify that:

- a. I have read the Application;
- b. to the best of my knowledge, information, and belief formed after reasonable inquiry, the fees and disbursements sought fall within the Guidelines;
- c. the fees and disbursements sought are billed at rates in accordance with those customarily charged by Locke Lord LLP and generally accepted by Locke Lord LLP’s clients; and
- d. in providing a reimbursable service, Locke Lord does not make a profit on that service, whether the service is performed by Locke Lord in-house or through a third party.

4. I certify that the Debtors, the Creditors Committee and the United States Trustee for the Southern District of New York are each being provided with a copy of the Application, along with the parties entitled to receive the Application.

Respectfully Submitted,

By: /s/ Thomas J. Cunningham
Locke Lord LLP

111 South Wacker Drive
Chicago, Illinois 60606
Telephone: 312-443-0700
Facsimile: 312-443-0336
Email: tcunningham@lockelord.com

Dated: Chicago, Illinois
March 14, 2013